

<b>INDEXING INSTRUCTIONS:</b> Index in the Northwest Quarter of Section 27, Township 2, Range 9	<b>PREPARED BY:</b> Gregory D. Pirkle (MS Bar No. 4369) PHELPS DUNBAR LLP P. O. Box 1220 Tupelo, MS 38802-1220 (662) 842-7907
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**CERTIFICATE OF TRUST**

This Certificate of Trust is prepared to be filed in the land records of the appropriate county in lieu of the entire trust agreement pursuant to Section 91-9-7 of the Mississippi Code Annotated.

1. The name of the trust is the Ledbetter Irrevocable Trust created on June 20, 2011.
2. The name, street and mailing address of the Grantor are:

J. L. LEDBETTER, JR.  
744 CR 115  
NEW ALBANY, MS 38652

3. The name, street and mailing address of the Trustee are:

KATHY L. DICKSON  
8371 GREENBROOK PARKWAY  
SOUTHAVEN, MS 38671

4. The successor Trustees (who will serve following the death, resignation or incapacity of the current Trustee) are determined as follows:

In the event said KATHY L. DICKSON cannot or will not serve as the Trustee or shall serve for a period of time and then shall cease to serve as the Trustee, then the said KATHY L. DICKSON shall have the right to appoint a successor or substitute Trustee. In the event that there is a vacancy in the office of Trustee for

any other reason, then, if not otherwise appointed as provided herein, an individual or corporate institution selected by a majority of the present income beneficiaries (each voting in proportion to their interest in the trust) shall serve as successor or substitute Trustee of the trust(s) created herein of which said child is or was (or would have been if he or she had survived the Grantor) an income beneficiary. Following the death of the Grantor, any present income beneficiary of any trust created hereunder shall have the right and power to remove any person or institution serving as Trustee and appoint a successor Trustee upon ninety (90) days' notice to the Trustee then serving. In the event that there are multiple beneficiaries, the majority (each voting proportionately to his or her interest in the trust), shall have the right to remove any person or corporate Trustee and appoint a successor Trustee. Any such successor Trustee appointed by the beneficiary or beneficiaries as provided in this paragraph may not be the beneficiary appointing the Trustee and shall be an individual or corporate institution with trust powers that is not related or subordinate to the beneficiary so appointing (within the meaning of Section 672(c) of the Internal Revenue Code). Notwithstanding the foregoing, during the life of the Grantor, the Grantor shall have the right and power to remove any person or institution serving as Trustee hereunder and appoint a successor Trustee upon ninety (90) days' notice to the Trustee then serving; provided, however, the successor Trustee so appointed by the Grantor shall be an individual or corporate institution with trust powers that is not related or subordinate to the Grantor (within the meaning of Section 672(c) of the Internal Revenue Code). All successor Trustees shall have all of the powers and discretions granted to the original Trustee. No successor Trustee shall be liable for the acts or omissions of a prior Trustee. In the event that the beneficiaries of a trust are minors, their guardian may act for them with respect to the removal of the Trustee and the appointment of successor Trustees.

5. Any corporate Trustee referred to hereunder shall include any corporate successor to the trust business of any corporate Trustee. Any such corporate successor of any corporate Trustee at anytime acting hereunder shall succeed to the capacity of its predecessor without conveyance or transfer.

6. The trust includes subtrusts which will be formed following the death of the Grantor. The identity of the Trustee and the powers granted to the Trustee as provided herein shall apply to all subtrusts as well as the trust.

7. A legal description of all interest in property owned by or conveyed to the trust is attached as Exhibit A.

8. The anticipated date of termination of the trust is after the death of the Grantor and the life beneficiaries followed by a term of years that depends on ages of the remainder beneficiaries.

9. The general powers granted to the Trustee (including any successor Trustee) include, but are not limited to, all of the powers granted to trustees under the laws of the state governing this trust including the right to sell real property at private sale without court order.

Witness the signatures of the Grantor and the Trustee on this the 20<sup>th</sup> day of June, 2011.

GRANTOR:

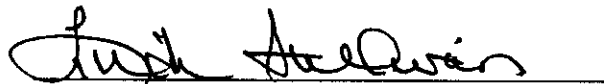
  
J. L. LEDBETTER, JR.

TRUSTEE:

  
KATHY L. DICKSON

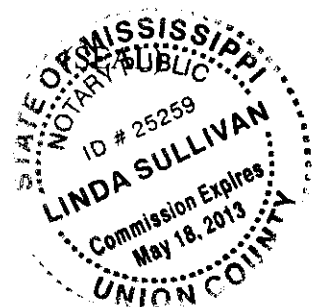
STATE OF MISSISSIPPI  
COUNTY OF LEE

Personally appeared before me, the undersigned authority in and for the said county and state, on this 20<sup>th</sup> day of June, 2011, within my jurisdiction, the within named J. L. LEDBETTER, JR., who acknowledged that he executed the above and foregoing instrument.

  
NOTARY PUBLIC

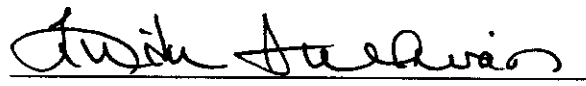
My Commission Expires:

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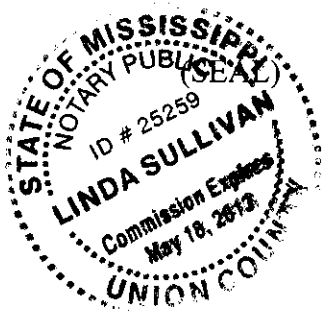
STATE OF MISSISSIPPI  
COUNTY OF LEE

Personally appeared before me, the undersigned authority in and for the said county and state, on this 20<sup>th</sup> day of June, 2011, within my jurisdiction, the within named KATHY L. DICKSON (being one and the same as MARY KATHY L. DICKSON), who acknowledged that she executed the above and foregoing instrument.

  
NOTARY PUBLIC

My Commission Expires:

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## EXHIBIT A

## PROPERTY DESCRIPTION

10.3 acres in the Northwest Quarter of Section 27, Township 2, Range 9, described as COMMENCING at an iron pin 1,071.60 feet south of the northwest corner of said Section 27; thence North 89° 45' 05" east 350.76 feet to an iron pin; thence south 441.82 feet to an iron pin; thence north 88° 23' 56" east 959.54 feet to an iron pin in the point of beginning of the herein conveyed tract; thence north 00° 14' 19" west 541.01 feet to an iron pin; thence north 89° 35' 49" east 610.0 feet to an iron pin; thence south 368.44 feet to an iron pin; thence north 88° 23' 56" east 769.97 feet to an iron pin in Baker Road; thence with said road south 4° 22' 19" east 160.00 feet to an iron pin in Ward's north line; thence with Ward's line south 88° 23' 56" west 1,390.14 feet to an iron pin and the point of beginning, containing 10.3 acres, more or less, as shown by the survey of Ronald R. Williams, dated November 13, 1973.

(Source of title: Deed Book 149 at Page 395)